

AM03

Notice of administrator's proposals



Companies House

THURSDAY



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house

1 Company details

Company number 0 7 6 8 9 9 9 2

Company name in full Ciliary Blue Limited

→ Filling in this form

Please complete in typescript or in
bold black capitals.

2 Administrator's name

Full forename(s) Steven

Surname Wiseglass

3 Administrator's address

Building name/number St John's Terrace

Street 11-15 New Road

Post town Manchester

County/Region

Postcode M 2 6 1 L S

Country

4 Administrator's name ①

Full forename(s)

Surname

① Other administrator

Use this section to tell us about
another administrator.

5 Administrator's address ②

Building name/number

Street

Post town

County/Region

Postcode

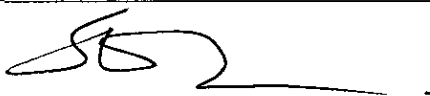
Country

② Other administrator

Use this section to tell us about
another administrator.

AM03
Notice of Administrator's Proposals

6	Statement of proposals	
	<input checked="" type="checkbox"/> I attach a copy of the statement of proposals	

7	Sign and date	
Administrator's Signature	<div>Signature</div> <div><input checked="" type="checkbox"/>  <input checked="" type="checkbox"/></div>	
Signature date	<div><div>^d2^d7</div><div>^m0^m6</div><div>^y2^y0^y1^y7</div></div>	

AM03

Notice of Administrator's Proposals



Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name **Steven Wiseglass**

Company name **Inquesta Corporate Recovery & Insolvency**

Address **St John's Terrace**

11-15 New Road

Post town **Manchester**

County/Region

Postcode **M 2 6 1 L S**

Country

DX

Telephone **03330050080**



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have attached the required documents.
- ☐ You have signed and dated the form.



Important information

All information on this form will appear on the public record.



Where to send

Do not return this form to any Companies House address, however for expediency we advise you to return it to the address below:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.



Further information

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

**Administrator's Proposals relating to
Ciliary Blue Limited – In Administration (“the Company”)**

Issued on: 27 June 2017

**For the period 9 May 2017 to 27 June 2017 pursuant to Paragraph
49 of Schedule B1 of the Insolvency Act 1986**

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The following definitions shall apply in this Report:

EXPRESSION	MEANING
"the Joint Administrators"	Steven Wiseglass MIPA Licensed Insolvency Practitioner of Inquesta Corporate Recovery & Insolvency, St John's Terrace, 11-15 New Road, Manchester M26 1LS.
"the Act"	The Insolvency Act 1986 (as amended)
"the Agent/JPS"	JPS Chartered Surveyors, independent agents who were instructed to value the assets of the Company.
"the Appointment Date"	9 May 2017 being the date of appointment of the Administrator
"the Bank"	Lloyds Bank Plc, with whom the Company banked.
"Category 2 Disbursements"	The Administrator's internal costs and expenses in dealing with the Administration
"the Company"	Ciliary Blue Limited (in Administration) Company Number: 07689992
"CVL"	Creditors Voluntary Liquidation
"DBIS"	The Department for Business, Innovation and Skills
"the Director"	Hannah Batham, the director of the Company
"the EC Regulation"	EC Regulation on Insolvency Proceedings 2000.
"HMRC"	HM Revenue & Customs
"Ward Hadaway"	Ward Hadaway, solicitors providing assistance in placing the Company into Administration and other ad hoc legal matters
"NOIA"	Notice of Intention to Appoint an Administrator
"Preferential Creditors"	any Creditor of the Company whose claim is Preferential as defined by Section 386 of the Insolvency Act 1986 at the Appointment Date.
"Prescribed Part"	Pursuant to Section 176A of the Act where a floating charge is created after 15 September 2003 a designated amount of the Company's net property (floating charge assets less costs of realisation) shall be made available to non-preferential unsecured creditors

“the Proposals”	The Administrator’s Report to Creditors and Statement of Proposals dated 22 June 2017
“the Purchaser”	Reglaze Glasses Direct Limited (registered company number 10703016)
“the Registrar”	The Registrar of Companies
“the Reporting Period”	9 May 2017 to 27 June 2017
“the Rules”	the Insolvency Rules 2016
“SIP 9 “	Statement of Insolvency Practice 9 – Industry best practice for Insolvency Practitioners in relation to disclosure of remuneration and disbursements
“SIP 16	Statement of Insolvency Practice 16 – Industry best practice for Insolvency Practitioners in relation to the requirement for disclosure of information with respect to a ‘Pre-Packaged’ sale of business and/or assets of the Company
“SOA”	Statement of Affairs, documentation to be supplied by the Director outlining the Company’s financial position as at the Appointment Date
“Unsecured Creditors”	any person other than a Secured Creditor or Preferential Creditor who has or claims to have any claim against the Company arising out of or having its origin in any matter occurring out of or prior to the Appointment Date or arising out of any transaction act or omission of the Company on or before the Appointment Date whether the claim be present, future or contingent, or prospective, or whether liquidated, or for damages, and whether in contract or howsoever arising.

I am the Administrator of the Company and these are my statutory proposals relating to the Company.

1. STATUTORY INFORMATION

Company Information

Company name: Ciliary Blue Limited
Previous name: N/A
Trading name: Ciliaryblue
Company number: 07689992
Date of incorporation: 01 July 2011
Trading address: 12 Pipistrelle Drive, Market Bosworth, Nuneaton, Warwickshire, CV13, 0NW
Current registered office: St John's Terrace, 11-15 New Road, Manchester, M26 1LS
Former registered office: 12 Pipistrelle Drive, Market Bosworth, Nuneaton, Warwickshire, CV13, 0NW
Principal trading activity: Internet Based Lense suppliers
Administrator: Steven Wiseglass
Administrator's address: Inquesta Corporate Recovery & Insolvency St John's Terrace, 11-15 New Road, Manchester, M26 1LS
Date of appointment: 9 May 2017
Court name and reference: High Court of Justice Chancery Division, Leeds District Registry
461 of 2017
Appointment made by: The Director of the Company, Hannah Batham
Officers of the Company:

<i>Directors:</i>	<i>Name:</i>	<i>Shareholding</i>
	Hannah Batham	50,000
	Philip Batham (resigned 01/04/17)	50,000

<i>Company secretary:</i>	<i>Name:</i>	<i>Shareholding</i>
	N/A	

Share capital

<i>Authorised</i>	<i>Allotted, called up and fully paid</i>
100,000 ordinary shares £0.1 each	100 ordinary shares of £1 each

2. CIRCUMSTANCES LEADING TO THE APPOINTMENT OF THE ADMINISTRATOR

The Company was incorporated on 1 July 2011 providing lenses for glasses via an internet only based service.

The Company operated from leasehold premises at 12 Pipistrelle Drive, Market Bosworth, Nuneaton, Warwickshire CV13 0NW. On incorporation there were 2 directors, Philip Batham and Hannah Batham. Philip Batham resigned from his position as director on 1 April 2017.

Lloyds Bank Plc provided banking facilities to the Company. The business current account operated with an overdraft facility. Lloyds Bank Plc also provided the Company with a business loan which was not supported by any charges.

The Company has not prepared any management accounts. Formal accounts for the year ended 31 October 2015 have been prepared and a summary of the Company's trading performance is shown below.

	Statutory Accts y/e 31/10/15 £	Statutory Accts y/e 31/10/14 £
Turnover	251,578	334,291
Cost of Sales	(88,284)	(101,343)
Gross Profit	163,294	232,948
<i>Gross Profit %</i>		
Overheads	(102,770)	(124,618)
Net Profit/Loss after tax	47,993	86,200
	==	==

It should be noted that the management accounts have not been verified for accuracy and therefore may not reflect the Company's true trading position.

The director believed that the Company was trading profitably from the date of incorporation and trade was good with modest profits being recorded year on year.

As business had grew, the directors employed an accountant to oversee the financial aspect of the business whilst the directors continued to develop the business. The responsibility of the accountant was to deal with the day to day book keeping, management accounts and payroll.

The accountant was not able to deal with his workload and as a result, the directors were left with no option but to terminate the contract.

Independent accountants were appointed to manage the financial side of the business and upon review of the Company's books and records, it was quickly revealed that the directors' drawings has not been correctly addressed.

This led to a significant liability in respect of PAYE and NI which the directors were neither expecting nor had made any allowances for. The estimated liability was in excess of £72,000.

HMRC subsequently issued a demand for payment and as the Company was not in a position to clear the liability, they immediately sought independent insolvency advice.

On 4 January 2017, Inquesta were approached by Premier Insolvency Solutions Ltd to assist the Company's directors with a Company Voluntary Arrangement. The option proved unviable as HMRC were the majority creditor and as the liabilities dated back to 2014, HMRC considered that this was a systemic non-compliance issue. In view of the historic liabilities in addition to overdue tax returns, a successful implementation of a CVA was in doubt.

A Liquidation procedure would limit the potential prospect of being able to sell the business and assets of the Company as a going concern. This option was therefore ruled out.

Prior to the commencement of the Administration, Inquesta acted as advisors to the directors in respect of their duties. No advice was given to the individual directors regarding their personal financial affairs. Whilst not formally in office at that time, Inquesta was still required to act in accordance with the Insolvency Code of Ethics.

As required by the Insolvency Code of Ethics, the Administrator has considered the various threats to his objectivity arising from this prior involvement. He concluded that those threats were at an acceptable level such that he could still act objectively and hence could be appointed Administrator of the Company.

From the initial instruction on 4 January 2017, Inquesta engaged in a number of discussions with the directors regarding the viability of a Company Voluntary Arrangement. Furthermore, extensive discussions had taken place with HMRC to ascertain their opinion in supporting a Voluntary Arrangement. Inquesta expressed concerns as to the suitability of a CVA due to the level of the overdrawn directors' loan account which had been disclosed. The directors were disputing this figure and were working with their accountant to resubmit amended accounts. This created delays with moving forward with the Voluntary Arrangement.

Ultimately, due to the pressure of HMRC's threat to issue a winding up petition, and failure to resubmit amended accounts, the directors took the decision that an Administration process would be the most appropriate route.

On 9 May 2017, Steven Wiseglass was appointed as Administrator of the Company and took over from the Board responsibility for the management of the affairs, business and property of the Company. The appointment permitted the Administrator to take any actions required in dealing with the Company's affairs.

3. OBJECTIVES OF THE ADMINISTRATION AND THE ADMINISTRATOR'S STRATEGY FOR ACHIEVING THEM

As Administrator of the Company, I am an officer of the Court, and must perform my duties in the interests of the creditors as a whole in order to achieve the purpose of the Administration, which is to achieve one of the three objectives set out in the insolvency legislation, namely to:

- (a) rescue the Company as a going concern; or
- (b) achieve a better result for the Company's creditors as a whole than would be likely if the Company were wound up (without first being in Administration); or
- (c) realise property in order to make a distribution to one or more secured or preferential creditors.

Objective (a) could not be achieved as no purchaser could be found for the shares of the Company and the nature of the Company's trading and its financial circumstances meant that a Company Voluntary Arrangement was not appropriate.

As a result, I am seeking to achieve objective (b) for the Company, and will do this by a pre-pack sale of the business to sell certain of the business and assets of the Company as a going concern. This will also preserve the employment contracts which will limit the level of preferential and unsecured liabilities.

There are no preferential or secured creditors and therefore Objective (c) will not be achieved.

The insolvency legislation has set a 12 month maximum duration for Administrations, unless the duration is extended by the Court or the creditors. If I am unable to complete the Administration of the Company within 12 months then I will either apply to the Court, or hold a meeting of creditors, in order to seek approval to extending the duration of the Administration.

4. ACTIONS OF THE ADMINISTRATOR FOLLOWING APPOINTMENT

I attach a copy of the disclosure previously made to creditors about the pre-pack sale. This is attached at Appendix 1.

I have undertaken routine statutory and compliance work, including but not limited to filing notice of the appointment at Companies House and preparing a gazette notice. These are tasks that are required by statute or regulatory guidance, or are necessary for the orderly conduct of the proceedings, and whilst they do not produce any direct benefit for creditors, they still have to be carried out.

Role of the Insolvency Practitioner

I was introduced to the Board of the Company by Premier Insolvency Solutions Ltd on 4 January 2017. I first engaged in discussions with the directors, Philip Batham and Hannah Batham on 6 January 2017 to discuss the financial affairs of the Company. Prior to the commencement of the Administration I advised the Board as a whole, acting on behalf of the Company, about the Company's financial difficulties and provided advice about the options available to the Company to help determine an appropriate course of action to take. No advice was given to the individual directors regarding the impact of the insolvency of the Company on their personal financial affairs. Whilst not formally in office at that time, I was still required to act in my dealings with the Company in accordance with the Insolvency Code of Ethics.

Ultimately the Company was placed into Administration and I was appointed Administrator. As Administrator I am an officer of the Court and I have taken over the management of the Company from the Board. As indicated above, the purpose of this Administration is achieve objective (b).

In order to help me achieve the objective I have a wide range of powers, as set out in the insolvency legislation, and I must perform my functions as quickly and efficiently as is reasonably practicable. I must also act in the interests of the creditors of the Company as a whole other than where objective (c) is being pursued I need only ensure that I do not unnecessarily harm the interests of the creditors of the Company as a whole.

Pre-appointment considerations

I refer to the SIP 16 attached at Appendix 1 which details the pre appointment considerations made by the proposed Administrator together with consultations entered into with the major creditor.

The pre-pack sale of the business enables us to achieve the objective set out above as it is the best available outcome for creditors of the Company as a whole in all the circumstances of the case and that it did not unnecessarily harm the interests of the creditors of the Company as a whole. Additionally, the transfer of the employees to the purchaser means that the Company has no preferential creditors.

Valuation of the Business and Assets

On 4 April 2017, the Company's assets were professionally valued by Michael Gabel, a MRICS qualified Surveyor and director of JPS Chartered Surveyors.

It should be noted that Michael Gabel is independent and has not acted for the Company previously.

The Agent possesses knowledge of the particular market for this type of plant and equipment and the skills and understanding necessary to undertake the valuation competently. The Agent possesses the required Professional Indemnity Insurance to perform the instruction.

The Agent identified and placed the following valuation of the Company's assets:

	Market Value (In Situ) £	Market Value (Ex Situ) £	Market Value subject to a marketing constraint £
Unencumbered Assets			
Office Equipment	550	300	170

There are a number of assets which were identified on the Company's premises which are subject to finance agreements. The Agents have provided an inventory of these items but have excluded them from the valuations given.

Marketing of the Business and Assets

On instruction of the proposed Administrator, a Business Memorandum was prepared by JPS providing an overview of the Company. The Memorandum was circulated on 21 April 2017 via JPS' interested party database.

This exercise did not generate any expressions of interest within the deadline of 28 April 2017. The deadline was extended further to 5 May 2017 to allow for any interested parties to register an interest.

One formal offer was received for the Intellectual Property, Goodwill, Office Equipment and Customer Contracts.

There was one expression of interest received from the marketing exercise and one formal offer was received for the Customer List, Intellectual Property and Office Equipment.

In the absence of any other interest being received and with the proposed Administrators being mindful of preserving the value of the business, the Administrator was satisfied that the offer received represented the best offer.

The offer was also supported by a letter of recommendation from JPS.

Details of the pre-pack sale

A sale of the Commercial Records, Domain Name, Goodwill, Intellectual Property, Office Equipment and supply and purchase contracts was completed on 9 May 2017 to Reglaze Glasses Direct Ltd.

The purchaser is a connected party. Philip Batham is a shareholder and former director of the Company and is director and shareholder of Reglaze Glasses Direct Ltd. Philip Batham resigned as director of the Company on 1 April 2017. Hannah Batham is director and shareholder of Ciliary Blue Limited and is a shareholder of Reglaze Glasses Direct Ltd.

A sale was completed on the date the Company entered Administration with the sale consideration of £25,000 being paid on deferred terms. The offer was accepted for the following reasons;

- No other interested parties were forthcoming with an offer that could be supported with proof of funding
- If the offer was not accepted, the Administrator would be looking at closure of the business and nominal asset realisations from an auction sale of the chattel assets
- It was not possible to continue to trade the business in an Administration process whilst further marketing was conducted due to lack of available working capital and mounting creditor pressure.
- The marketing of the business and assets was conducted over a sufficient period of time to test the market and allow all interest to be explored, and
- The Administrator's agents, JPS Chartered Surveyors recommended acceptance of the offer.

The apportionment of the sale consideration is shown below;

Asset	Consideration £
Commercial Records	1.00
Domain Name & Goodwill	7,000.00
Intellectual Property	7,126.75
Office Equipment	550.00
Supply & Purchase Contracts	10,322.25
	25,000.00

The Administrator and his agents are satisfied that the sale was the best price achievable for the Company's assets.

On completion, a payment of £15,000 was made. The balance of £10,000 will be paid on a deferred consideration basis on or before 5th day of each consecutive month by way of 11 monthly payments of £833 and the final payment of £837 to be received. In support of the deferred consideration payments, Philip Batham has provided a personal guarantee.

Connected Party Transactions

As indicated above, the purchaser of the business and assets of the Company is a connected party. Connected party purchasers are encouraged to, but are not required to, approach what is known as the pre-pack pool, an independent group of suitably qualified and experienced individual, in order to obtain their opinion on the pre-pack transaction.

In this instance I understand that the connected purchaser has not approached the pre-pack pool for their opinion on the pre-pack sale.

Connected party purchasers are also encouraged to, but are not required to, prepare a viability statement indicating how their business will survive for at least 12 months from the date of the purchase, and detailing what they will do differently from the Company in Administration in order that the business will not fail.

In this instance, whilst I requested that the connected purchaser prepare a viability statement, my understanding is that one has not been prepared.

Conclusion

I confirm that the sale price achieved, and also the outcome, was the best available outcome for creditors of the Company as a whole in all the circumstances of the case and that the pre-pack sale achieves the statutory purpose of the Administration that I am seeking to achieve in respect of the Company.

5. FINANCIAL POSITION OF THE COMPANY

A summary of the Company's estimated financial position as at 9 May 2017, which is known as a Statement of Affairs, is attached at Appendix 3. The Administrator makes the following comments in respect of the Statement of Affairs;

5.1. Uncharged Assets

No book values have been provided in the Statement of Affairs as no recent accounts have been prepared. The assets which are listed as Office Equipment, Customer List and Intellectual Property have an estimated to realise figure of £25,000.

5.2. Preferential Creditors

There are no known preferential claim in the Administration as all employees were transferred to Reglaze Glasses Direct Ltd on 9 May 2017.

5.3. Prescribed Part

There are provisions of the insolvency legislation that require an Administrator to set aside a percentage of a Company's assets for the benefit of the unsecured creditors in cases where the Company gave a "floating charge" over its assets to a lender on or after 15 September 2003.

This is known as the "prescribed part of the net property." A Company's net property is that left after paying the preferential creditors, but before paying the lender who holds a floating charge. An Administrator has to set aside:

- 50% of the first £10,000 of the net property; and
- 20% of the remaining net property;

up to a maximum of £600,000.

The Company has not created any floating charges, so the prescribed part provisions will not apply.

6. ADMINISTRATOR'S RECEIPTS AND PAYMENTS ACCOUNT

I attach a summary of the receipts and payments relating to the Company for the period from when it entered Administration, 9 May 2017, to the date of these proposals, at Appendix 2.

There are no entries on the account. The sum of £15,833 received from the purchaser is currently held with the Administrator's solicitors, Ward Hadaway.

The Administrator has incurred expenses relating to Statutory Advertising and Specific Bonding costs of £79.50 and £145.00 respectively. These have been paid from the Administrator's office account.

7. PROPOSED FUTURE ACTIONS OF THE ADMINISTRATOR TO ACHIEVE THE OBJECTIVE OF THE ADMINISTRATION

In order to achieve the objective of the Administration of the Company I propose to undertake a full in-depth review of the Company's books and records to determine the position in relation to the possibility of an overdrawn director's loan account which could potentially be in the region of £150,000. The likely realisable value is not yet known and the Administrator is not yet able to determine if there will be sufficient funds to yield a return to creditors of the Company.

8. ADMINISTRATOR'S REMUNERATION AND EXPENSES

I am seeking to fix the basis of my remuneration on a fixed fee basis and percentage basis of asset realisations and distributions as detailed below:

Fixed fee basis:

There are certain tasks that I have to carry out on nearly every case, namely Administration, Creditors and Investigations.

Although they are required by statute or regulatory guidance, or are necessary for the orderly conduct of the proceedings, they do not produce any direct benefit for creditors, but still have to be carried out.

Administration: This represents the work that is involved in the routine administrative functions of the case by the office holder and their staff, together with the control and supervision of the work done on the case by the office holder and their managers. It does not give direct financial benefit to the creditors, but has to be undertaken by the office holder to meet their requirements

under the insolvency legislation and the Statements of Insolvency Practice, which set out required practice that office holders must follow.

Claims of creditors - the office holder needs maintain up to date records of the names and addresses of creditors, together with the amounts of their claims as part of the management of the case, and to ensure that notices and reports can be issued to the creditors. The office holder will also have to deal with correspondence and queries received from creditors regarding their claims and dividend prospects as they are received. The office holder is required to undertake this work as part of his statutory functions.

Investigations: The insolvency legislation gives the office holder powers to take recovery action in respect of what are known as antecedent transactions, where assets have been disposed of prior to the commencement of the insolvency procedure and also in respect of matters such as misfeasance and wrongful trading. The office holder is required by the Statements of Insolvency Practice to undertake an initial investigation in all cases to determine whether there are potential recovery actions for the benefit of creditors and the time costs recorded represent the costs of undertaking such an initial investigation. If potential recoveries or matters for further investigation are identified then the office holder will need to incur additional time costs to investigate them in detail and to bring recovery actions where necessary, and further information will be provided to creditors and approval for an increase in fees will be made as necessary. Such recovery actions will be for the benefit of the creditors and the office holder will provide an estimate of that benefit if an increase in fees is necessary. The office holder is aware that there may be a potential overdrawn loan account which will require in-depth investigation of the Company's books and records. The office holder is unable to quantify the benefit to creditors of these investigations at present but will include such information in their statutory report to creditors once the position is clear.

The office holder is also required by legislation to report to the Department for Business, Innovation and Skills on the conduct of the directors and the work to enable them to comply with this statutory obligation is of no direct benefit to the creditors, although it may identify potential recovery actions.

After taking into account the nature and value of the assets involved and that this is a routine case, as highlighted above, I have concluded that a fixed fee of £7,500 plus VAT is necessary to cover that work. I have also compared the proposed fixed fee with our past time records for undertaking the work in respect of cases of a similar size and complexity and taken that into account when determining the level of the fixed fee sought, and as a result I believe that this demonstrates why the fixed fee is expected to produce a fair and reasonable reflection of the work that I anticipate will be necessarily and properly undertaken. Full information about the work that I will undertake for the fixed fee is contained in Appendix 4.

Percentage Basis:

There are certain tasks that I only have to carry out where there are assets to recover. They may produce a direct benefit for creditors, but are subject to the costs of the proceedings generally. I undertake the work to protect and then realise the assets, initially at my own cost, suffering the loss if any asset is not realisable. If assets are recovered, I first recover my costs and then distribute any balance. I am seeking to recover a percentage of the assets that I realise in order to remunerate me for the work that I undertake in respect of realising them. The percentage I propose to charge will also share the anticipated benefit with the creditors. I am seeking to recover the following percentages:

Nature of asset	Percentage being sought
Potential Overdrawn Directors Loan Account	25%
Sale of certain business and assets to Reglaze Glasses Direct Ltd	25%
Unknown assets	25%

I believe the percentage I am seeking approval for reflects the risk that I am taking, the nature of the assets involved, and the complexity of the Administration, as highlighted above. As a result, I believe that this demonstrates why the percentage proposed is expected to produce a fair and reasonable reflection of the work that I anticipate will be necessarily and properly undertaken.

Whilst I am required to maintain records of creditors' claims in all cases, in those cases where sufficient realisations are made to enable me to pay a dividend to creditors, I have to undertake certain statutory formalities. This includes writing to all creditors who have not lodged proofs of debt and reviewing the claims and supporting documentation lodged by creditors in order to formally agree their claims, which may involve requesting additional information and documentation from the creditors. I am seeking to recover 20% plus VAT of any distributions made, to reflect the additional work required.

Case specific matters:

I estimate that the total cost that I will incur in successfully recovering the overdrawn loan account in full of £150,000 will be £37,500 plus VAT. At this stage, it is considered that these will be the maximum that the Administrator will be paid for asset realisations. It should be noted that the directors are disputing this amount and therefore extensive work will need to be carried out in reviewing the Company's books and records to obtain a true reflection of the position. The result of the investigations may establish that there is in fact a lesser amount due under the overdrawn loan account in which case the Administrator's fee will be adjusted proportionately to the percentage of 25% being sought.

This estimate has been provided to creditors at a relatively early stage in the administration of the case and before the office holder has full knowledge of the case. Whilst all possible steps have been taken to make this estimate as accurate as possible, it is based on the office holder's current knowledge of the case and their knowledge and experience of acting as office holder in respect of cases of a similar size and apparent complexity. As a result, the estimate does not take into account any currently unknown complexities or difficulties that may arise during the administration of the case. If the costs is likely to exceed the estimate, the office holder will provide an explanation as to why that is the case in the next progress report sent to creditors. Since the office holder cannot draw remuneration in excess of this estimate without first obtaining approval to do so, then where the office holder considers it appropriate in the context of the case, they will seek a resolution to increase the fee estimate so that they will then be able to draw additional remuneration over and above this estimate.

I anticipate needing to seek approval to exceed the estimate if this work leads to further areas of investigation, potential further asset recoveries and any associated action, such as arbitration or legal proceedings.

I also propose that I am permitted to charge and recover what are known as category 2 expenses. Information about category 2 expenses is set out in our practice fee recovery policy at <https://www.inquesta.co.uk/wp-content/uploads/Inquesta-Charge-Out-Rates-010315>.

To date no category 2 disbursements have been incurred.

If a Creditors' Committee is appointed, it will be for the Committee to approve the basis of the Administrator's remuneration and Category 2 expenses. If a Committee is not appointed, then I will be seeking a decision from the creditors at the same time I seek a decision from them on whether or not to approve these proposals.

Further information about creditors' rights can be obtained by visiting the creditors' information micro-site published by the Association of Business Recovery Professionals (R3) at <http://www.creditorinsolvencyguide.co.uk/>. Details about how an office holder's fees may be approved for each case type are available in a series of Guidance Notes issued with Statement of Insolvency Practice 9, and they can be accessed at www.inquesta.co.uk/resources/creditors-guides/. There are different versions of these Guidance Notes, and in this case please refer to the October 2015 version. Please note that we have also provided further details in the practice fee recovery sheet.

I have incurred total expenses of £224.50 since my appointment as Administrator. I have not been able to draw any expenses in this matter to date.

I have incurred the following expenses since my appointment as Administrator:

Type of expense	Amount incurred/accrued since appointment	Amount still to be paid
Statutory Advertising	£79.50	£79.50
Specific Bond	£145.00	£145.00

Expenses do not have to be approved, but when reporting to the committee and creditors during the course of the Administration the actual expenses incurred will be compared with the original estimate provided and I will explain any material differences (e.g. where legal costs rise due to escalated recovery action).

9. PRE-ADMINISTRATION COSTS

The Board of Directors instructed me to assist them in placing the Company in Administration on 20 April 2017. They agreed that I should be paid my pre-administration costs as a fixed fee of £7,500 plus VAT.

I have used the following agents or professional advisors leading up to my appointment as Administrator:

Professional Advisor	Nature of Work	Costs	Basis of Fees
JPS Chartered Surveyors	Valuer/Auctioneer	£3,040	Fixed costs and percentage based
Ward Hadaway	Solicitors	£7,500	Time Costs

The choice of professionals was based on my perception of their experience and ability to perform this type of work and the complexity and nature of the assignment. I also considered that the basis on which they will charge their fees represented value for money.

JPS have incurred their costs in providing a valuation of the Company's chattel assets prior to sale and an on-line marketing process of the business and assets of the Company for sale via their interested party database.

Ward Hadaway provided assistance in placing the Company into Administration, and drafting and reviewing the sale of assets contract and other ad hoc legal matters.

If a Creditors' Committee is appointed, it will be for the Committee to approve payment of the pre-administration costs that have not yet been paid. If a Committee is not appointed, then since the pre-administration costs that have not yet been paid cannot be approved within these proposals, we will be seeking a decision from the creditors at the same time we seek a decision from them on whether or not to approve these proposals.

10. ADMINISTRATOR'S INVESTIGATIONS

I have a duty to consider the conduct of those who have been directors of the Company at any time in the three years preceding the Administration. I am also required to investigate the affairs of the Company in general in order to consider whether any civil proceedings should be taken on its behalf. I should be pleased to receive from you any information you have that you consider will assist me in this duty. I would stress that this request for information forms part of my normal investigation procedure.

11. EC REGULATION ON INSOLVENCY PROCEEDINGS

I consider that the EC regulation on insolvency proceedings apply to the Administration of the Company. I also consider that they are "main" proceedings since the Company's registered office and its trading address are in the United Kingdom.

12. ADMINISTRATOR'S PROPOSALS

In order to achieve the objective set out at section 3 above, I formally propose to creditors that:

- (a) I continue to manage the business, affairs and property of the Company in order to achieve the purpose of the Administration. In particular that I:
 - (i) sell the Company's assets at such time(s) on such terms as I consider appropriate;
 - (ii) investigate and, if appropriate, pursue any claims that the Company may have against any person, firm or Company whether in contract or otherwise, including any officer or former officer of the Company or any person, firm or Company which supplies or has supplied goods or services to the Company; and
 - (iii) do all such things and generally exercise all their powers as Administrator as I consider desirable or expedient at my discretion in order to achieve the purpose of the Administration or protect and preserve the assets of the Company or maximise the realisations of those assets, or of any purpose incidental to these proposals
- (b) the Administration of the Company will end by filing notice of dissolution with the Registrar of Companies. The Company will then automatically be dissolved by the registrar of companies three months after the notice is registered, or;

- (c) the Administrator, where he considers that there are funds available to be distributed to the unsecured creditors take the necessary steps to place the Company into Creditors' Voluntary Liquidation, and propose that I, Steven Wiseglass am appointed the Liquidator of the Company.

Creditors may nominate a different person(s) as the proposed liquidator(s), but they must make the nomination(s) at any time after these proposals are delivered to them, but before they are approved. Information about the approval of the proposals is set out at section 13.

- (d) That the Administrator be discharged from all liability pursuant to Paragraph 98 of Schedule B1 of the Insolvency Act 1986, upon filing the end of the Administration or his appointment otherwise ceasing.

13. APPROVAL OF PROPOSALS

I am seeking decisions by correspondence from the creditors to approve my proposals, approve my pre-administration costs, fix the basis of my remuneration, and to approve my category 2 disbursements. If a creditor wishes to vote on the decisions, they must complete and return the enclosed voting form to me by no later than 23.59 on 14 July 2017, the decision date. If a creditor has not already submitted proof of their debt, they should complete the enclosed form and return it to me, together with the relevant supporting documentation. A vote on the decisions by a creditor will not count unless they have lodged proof of their debt by no later than 23.59 on 14 July 2017.

Creditors are also invited to determine whether to form a Creditors' Committee, and a notice of invitation to form a Creditors' Committee and further instructions are enclosed. To enable the creditors to make an informed decision as to whether they wish to either seek to form a Committee, or to nominate themselves to serve on a Committee, further information about of the role of the Committee and what might be expected from its members has been prepared by R3 and can be found is available at the link <http://www.creditorinsolvencyguide.co.uk/>.

In the absence of a Creditors' Committee, the Administrator will be seeking the following specific resolutions from creditors;

- a) That the Administrator' be discharged from all liability pursuant to Paragraph 98 of Schedule B1 of the Insolvency Act 1986, upon filing the end of the Administration or their appointment otherwise ceasing.
- b) That the unpaid Pre-Administration costs totalling £18,040 plus VAT as detailed on the Administrator's statement of pre-administration costs is approved for payment as an expense of the Administration as detailed below;

Company	Fees Incurred £
Inquesta	7,500
JPS Chartered Surveyors	3,040
Ward Hadaway	7,500

- c) Disbursements for services provided by Inquesta (defined as Category 2 disbursements in Statement of Insolvency Practice 9) will be charged in accordance with Inquesta's charge out rates policy as set out at <https://www.inquesta.co.uk/wp-content/uploads/Inquesta-Charge-Out-Rates-010315>.

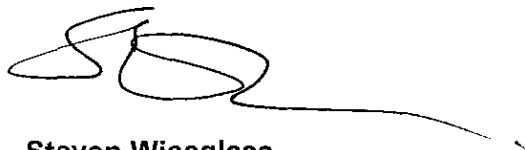
- d) The Administrator's remuneration will be drawn on the basis of a fixed fee of £7,000 plus VAT, 25% plus VAT for asset realisations and 20% plus of net distributable funds as detailed in Section 8 of this report.
- e) That the Administrator's Proposals as detailed in Section 12 of this report is approved.

Please note that I must receive at least one vote by the decision date or the decisions will not be made. I would therefore urge creditors to respond promptly.

Should any creditor or group of creditors wish to request a physical meeting of creditors, they must do so within 5 business days of the delivery of the notice that accompanies this letter. Such requests must be supported by proof of their debt, if not already lodged. I will convene a meeting if creditors requesting a meeting represent a minimum of 10% in value or 10% in number of creditors or simply 10 creditors, where "creditors" means "all creditors."

14. FURTHER INFORMATION

If creditors have any queries regarding these proposals or the conduct of the Administration in general, or if they want hard copies of any of the documents made available on-line, they should contact Mala Patel by email at mala.patel@inquesta.co.uk, or by phone on 0333 005 0080.



Steven Wiseglass
ADMINISTRATOR

The Administrator is an agent of the Company and acts without personal liability.

Appendix 4: Details of work to be undertaken in the Administration

A. Work for which the Administrator is seeking to be remunerated on a fixed fee basis:

Administration:

Case planning - devising an appropriate strategy for dealing with the case and giving instructions to the staff to undertake the work on the case.
Setting up electronic case files (as applicable).
Setting up the case on the practice's electronic case management system and entering data.
Issuing the statutory notifications to creditors and other required on appointment as office holder, including gazetting the office holder's appointment (as applicable).
Obtaining a specific penalty bond (this is insurance required by statute that every insolvency office holder has to obtain for the protection of each estate).
Preparing, reviewing and issuing proposals to the creditors and members.
Filing the proposals at Companies House.
Convening and holding a meeting of creditors to consider the proposals.
Reporting on the outcome of the meeting of creditors to the creditors, Companies House and the Court.
Dealing with all routine correspondence and emails relating to the case.
Opening, maintaining and managing the office holder's estate bank account.
Creating, maintaining and managing the office holder's cashbook.
Undertaking regular reconciliations of the bank account containing estate funds.
Reviewing the adequacy of the specific penalty bond on a quarterly basis.
Undertaking periodic reviews of the progress of the case.
Overseeing and controlling the work done on the case by case administrators.
Preparing, reviewing and issuing 6 month progress reports to creditors and members.
Filing progress reports at Companies House.
Preparing and filing VAT returns.
Preparing and filing Corporation Tax returns.
Seeking closure clearance from HMRC and other relevant parties.
Preparing, reviewing and issuing final reports to creditors and members.
Filing final reports at Companies House.
Insert additional tasks as required so that creditors will understand how the proposed fee reflects the complexity (or otherwise) of the case, any responsibility of an exceptional kind falling on the office holder, the effectiveness with which the office holder has carried out their functions, and the value and nature of the property with which the office holder has to deal.

Creditors:

Dealing with creditor correspondence, emails and telephone conversations regarding their claims.
Maintaining up to date creditor information on the case management system.
Issuing a notice of intended dividend and placing an appropriate gazette notice.

B. Work for which the Liquidator is seeking to be remunerated on a percentage basis:

Realisation of assets:

Liaising with the bank regarding the closure of the account.
Instructing solicitors to assist in the realisation of assets.

Creditors:

Issuing a notice of intended dividend and placing an appropriate gazette notice.
Reviewing proofs of debt received from creditors, adjudicating on them and formally admitting them for the payment of a dividend.
Requesting additional information from creditors in support of their proofs of debt in order to adjudicate on their claims.

Calculating and paying a dividend to creditors, and issuing the notice of declaration of dividend.
Paying tax deducted from the dividends paid to employees.
Insert additional tasks as required

Ciliary Blue Limited – In Administration (“the Company”)

Leeds District Registry 461 of 2017

Company Registration Number: 07689992

Disclosure in Accordance with Statement of Insolvency Practice 16 “Pre-Packaged Sales in Administration”

Information about the Company and the Pre-Packaged Sale of the Company’s Assets on 9 May 2017

Administrator’s report on the pre-packaged sale of the Company’s business and assets

Outlined below are details of the sale of the business and assets of the Company to Reglaze Glasses Direct Limited (“the Purchaser”)

Creditors should be aware of the differing roles of an insolvency practitioner associated with an Administration that involves a pre-packaged sale of the Company’s business and assets. Prior to the formal appointment, the insolvency practitioner will have been instructed by the Company and/or a secured creditor to provide advice although will act at all times independent of the Company’s management who will remain responsible for the affairs of the Company. That advice will normally include consideration of potential insolvency exit strategies and to assist management meet their fiduciary duties and obligations when running a company with particular attention being paid to a proposed pre-packaged administration sale scenario. On formal appointment, the Administrator, who is an officer of the court and an agent of the Company, will manage the Company’s affairs, business and property for the benefit of creditors as a whole.

Background Information

The Company was incorporated on 1 July 2011 under registration number 07689992 and provided lenses for glasses via an internet only based service. The Company operated from leasehold premises at 12 Pipistrelle Drive, Market Bosworth, Nuneaton, Warwickshire CV13 ONW.

Hannah Batham (“Director”) is the sole director of the Company, which employed 3 staff, including the Director on a full-time basis. As at the date of the Administrator’s appointment, the share capital of the Company was 100,000 Ordinary shares.

Lloyds Bank Plc provided banking facilities to the Company. The business current account operated with an overdraft facility. The overdraft as at the date of appointment was £6,672. Lloyds Bank Plc also provided the Company with a business loan which was not supported by any charges.

The Company was formed after the Director traded the business as a sole trader 4 years prior to the Company becoming a Limited company. The trade continued seamlessly following the incorporation of the Limited company and Philip Batham also joined the Company as a director.

The Company commenced trading in July 2011. On commencement to trade the Company has largely traded profitably. At its last financial year end (31 October 2015 (Unaudited)), the Company reported a Profit Before Taxation of £60,018.

The Company employed an accountant to oversee the accounting side of the business whilst the directors could concentrate on developing the business. The accountant was tasked to deal with the day to day book keeping, management accounts and payroll.

It became apparent that the accountant could not deal with the level of workload he was tasked with and the directors felt that they had no option but to terminate his contract.

The directors appointed independent accountants to take on the responsibility of the Company's financial accounts. Following a full review of the Company's books and records, it became apparent that the former accountant had not correctly addressed the Directors' drawings.

This resulted in a significant PAYE & NI liability which the Directors were neither expecting nor had made any allowances to pay the amount which was in excess of £72,000.

As a result of the Company's inability to pay the outstanding liability, HMRC, following a number of demands, threatened to issue a petition to wind up the Company.

With creditor pressure increasing, the directors sought independent insolvency advice with regards to the options available to the Company.

Appointment of the Administrator

Steven Wiseglass was appointed Administrator on 9 May 2017 by the Director.

The Appointment was filed at High Court of Justice, Leeds District Registry under case number 461 of 2017.

Initial Introduction

On 4 January 2017, Inquesta Corporate Recovery and Insolvency were approached by Premier Insolvency Solutions Ltd to assist the Company's directors with a Company Voluntary Arrangement.

Following a review of the Company's accounts, it was established that there was a significant overdrawn directors' loan account. The directors advised that the level of the loan accounts were in dispute due to long standing accounting errors. The directors were working with their accountants to make necessary adjustments but due to a breakdown in the relationship between the directors and the accountant a significant length of time had passed before the directors were able to confirm that no positive resolution had been achieved and they wished to press ahead with a Voluntary Arrangement.

Pre-appointment considerations

Steven Wiseglass has had no prior professional relationship with the Director of the Company or with the Company itself, and is bound by the Insolvency Code of Ethics.

The Administrator has considered the different insolvency options available to the Company including a Company Voluntary Arrangement, Creditors' Voluntary Liquidation, Compulsory Liquidation and the cessation of trade. However, it was considered that a better outcome could be achieved by selling the business and assets as a going concern which would retain value in the Company's operational activities and employees' contracts.

Company Voluntary Arrangement ("CVA")

The Company received notification from HMRC in December 2016 that failure to settle the outstanding debt would result in a winding up petition being presented. The directors sought advice initially from an independent third party as to options available to the Company.

Discussions between the director and the third party led to the directors believing that a Company Voluntary Arrangement would be the most appropriate option. The directors were then introduced to Inquesta Corporate Recovery & Insolvency who reviewed the Company's position and it was evident that the Company was unable to continue trading without a formal insolvency procedure.

HMRC was the majority creditor and Inquesta held discussions with HMRC to ascertain their view in supporting a CVA as their support was critical to implementing the Arrangement.

The Company had generated liabilities in respect of PAYE/NI as a result of the adjustments in the accounts in respect of directors' drawings/salaries. These liabilities stemmed from April 2014 to the current year.

In consideration of HMRC's commercial approach to reviewing CVA's and the criteria which needed to be satisfied including the level of historic liabilities and overdue tax returns, a CVA was not deemed as a viable option.

Additionally, the Company was coming under increasing pressure to repay the outstanding liability. Due to the limited timeframes afforded, the Company was not in a position to repay the sums due. HMRC advised that a petition would be presented in due course. As a result, the Company was conscious that they would have insufficient time to propose a CVA.

Creditors Voluntary Liquidation ("CVL")

Whilst a CVL was considered, it was recognised that employees would have been made immediately redundant thus increasing preferential and unsecured creditor claims.

A Liquidation would not provide an interim moratorium to protect the Company's assets from creditor action.

Administration

It was not considered possible to trade the business in Administration as there was insufficient working capital available to fund a trading period.

Overall it was considered that a better outcome could be achieved by selling the business and assets as a going concern, which would enable the Purchaser to enable continuity of supply and therefore future trade with both customers and suppliers. A pre-pack Administration would also ensure employee job retention and thereby reduce creditor claims against the Company.

The expeditious transfer of the business and certain assets to a purchaser would also ensure that current and ongoing orders from the Company's customers were safeguarded by a purchaser, thus where goods had been paid or part paid for and ordered, any purchaser could honour those contracts.

The proposed Administrator considered that a better outcome could be achieved by selling the Tangible Assets and Work in progress ("WIP") through a pre-pack Administration process to maximise the realisable value of the Company's assets and reduce the level of associated claims and costs incurred in dealing with the Administration.

Valuation of the Business and Assets

The Company's chattel assets were valued by JPS Chartered Surveyors ("JPS"). The agent at JPS was Michael Gabel who is a member of the Royal Institute of Chartered Surveyors and hold Professional Indemnity Insurance of £1,000,000. JPS are independent of Inquesta Insolvency & Corporate Recovery and the affairs of the Company.

JPS were contacted on 4 April 2017 to prepare a valuation of the Company's chattel and intangible assets. Their report confirming the asset values was submitted to Inquesta on the same date and was prepared on an in-situ basis, ex-situ basis and on a marketing constraint basis.

JPS highlighted that the Company's chattel assets comprised of unencumbered Office equipment and furniture, plant and machinery and one motor vehicle.

The plant and machinery was not physically inspected although documents were inspected which revealed that the machinery was subject to a commercial lease agreement and therefore a third party owned asset.

The motor vehicle was not physically inspected, however the vehicle documents was inspected and was subject to a hire agreement and therefore not an asset of the Company.

Work in Progress

JPS established that the Company held 45,000 customers on their database although there were no future orders or contracts, just Work in Progress when customers send in their glasses for replacement lenses.

The Company has £10,322.25 of work in progress comprising of 111 customer orders.

Marketing of the Business and Assets

In light of the financial position of the Company, JPS marketed the business and assets of the Company for sale.

A marketing exercise was commenced on 21 April 2017 via JPS's website providing a brief overview of the Company's business and assets.

This exercise did not generate any expressions of interest within the deadline of 28 April 2017. The deadline was extended further to 5 May 2017 to allow for any interested parties to register an interest.

An offer was received from the Purchaser on 28 April 2017. This offer was for the sum of £25,000 and included deferred payment terms. For the avoidance of doubt no other offers had been received.

The offer was referred to JPS who advised that the offer was of an acceptable value and should be accepted given the following considerations;

- The unlikely event of receiving realisations in this amount should the firm enter liquidation
- The director is intrinsic to the business
- The safeguarding of workforce if a pre pack administration sale is to occur
- The absence of any other offers for the business and assets

The Transaction

The transaction was completed by transfer of the Company's business and assets to Reglaze Glasses Direct Ltd (the Purchaser) on 9 May 2017.

The assets being sold include the Commercial Records, Domain Name, Goodwill, Intellectual Property, Office Equipment and supply and purchase contracts.

The Company's three employees transferred to the Purchaser on completion of the transaction under The Transfer of Undertaking (Protection of Employment) Regulations 2006.

Purchaser and Related Parties

The Purchaser is Reglaze Glasses Direct Limited (registered company number 10703010), a company incorporated on 3 April 2017, and whose registered office is situated at 12 Pipistrelle Drive, Market Bosworth, Nuneaton CV13 0NW.

The Purchaser is a connected party. Philip Batham is a shareholder and former director of Ciliary Blue Limited and is director and shareholder of Reglaze Glasses Direct Ltd. Philip Batham resigned as director of the Company on 1 April 2017. Hannah Batham is director and shareholder of Ciliary Blue Limited and is a shareholder of Reglaze Glasses Direct Ltd.

Pre-Pack Pool Consultation

As the sale is considered to be to a connected party, the Purchaser was requested to apply to the pre-pack pool. It is understood that the Purchaser did not make the application to seek an opinion on the purchase.

Sale Consideration

The total sale consideration for the business and assets is £25,000. The apportionments are as follows:

Assets	£
Commercial Records	1.00
Domain Name & Goodwill	7,000.00
Intellectual Property	7,126.75
Office Equipment	550.00
Supply & Purchase Contracts	10,322.25
Total	25,000.00

On completion, a payment of £15,000 was made. The balance of £10,000 will be paid on a deferred consideration basis on or before the 5th day of each consecutive month by way of 11 monthly payments of £833 and the final payment of £837 to be received. The first instalment is due on 5 June 2017. In support of the deferred consideration payments, Philip Batham has provided a personal guarantee.

Statutory Purpose

The statutory purpose of the Administration is to achieve one of the following hierarchical objectives;

- Rescuing the Company as a going concern, or
- Achieving a better result for the Company's creditors as a whole than would be likely if the Company were wound up (without first being in Administration), or

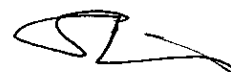
- Realising property in order to make a distribution to one or more secured or preferential creditors

The Administrator considers that a pre-packaged sale to the Purchaser was appropriate in the circumstances for the following reasons;

1. It is likely to achieve the purpose of the Administration, being to achieve a better result for the Company's creditors as a whole than would be likely if the Company were wound up (*without first being in Administration*).
2. A sale of the business and assets on a break-up basis would incur additional costs of disposal, further impacting net recoveries.
3. The Administrator and his agents consider that the sale price achieved was the best reasonably obtainable in all the circumstances.

**Ciliary Blue Limited
(In Administration)
Administrator's Summary of Receipts & Payments**

Statement of Affairs £	From 09/05/2017 To 27/06/2017 £	From 09/05/2017 To 27/06/2017 £
	<u>NIL</u>	<u>NIL</u>
REPRESENTED BY		<u>NIL</u>



Steven Wiseglass
Administrator

STATEMENT OF AFFAIRS

Name of Company

Ciliary Blue Limited

Company Number

7689992

In the

High Court of Justice Chancery Division, Leeds District Registry

Court case number

461 / 2017

Statement as to the affairs of

Ciliary Blue Limited

St John's Terrace
11-15 New Road
Manchester

on the 9 May 2017, the date that the company entered administration.

Statement of Truth

I believe the facts stated in this statement of affairs are a full, true and complete statement of the affairs of the above named company as at 9 May 2017 the date that the company entered administration.

Full Name

HANNAH KATE BATHAM

Signed

Hatham

Dated

22/5/17.

Ciliary Blue Limited
Director's Statement Of Affairs as at 9 May 2017

A - Summary of Assets

Assets	Notes	Book Value £	Estimated to Realise £
Assets subject to fixed charge:			
N/A			
Assets subject to floating charge:			
N/A			
Uncharged assets:			
<u>BREAKDOWN NOT GIVEN</u>			
N/A			
OFFICE EQUIPMENT			
CUSTOMER LIST			
INTELLECTUAL PROPERTY.			
Estimated total assets available for preferential creditors			25,000

Signature H.athan Date 22/5/17

Ciliary Blue Limited
Director's Statement Of Affairs as at 9 May 2017

A1 - Summary of Liabilities

		Estimated to Realise £
Estimated total assets available for preferential creditors (Carried from Page A)	£	0
Liabilities		
Preferential Creditors:-	£	0
Estimated deficiency/surplus as regards preferential creditors	£	
Estimated prescribed part of net property where applicable (to forward)	£	0
Estimated total assets available for floating charge holders	£	0
Debts secured by floating charges	£	
Estimated deficiency/surplus of assets after floating charges	£	0
Estimated prescribed part of net property where applicable (brought down)		
Total assets available to unsecured creditors	£	25,000
Unsecured non-preferential claims (excluding any shortfall to floating charge holders)	£	276,567.41
Estimated deficiency/surplus as regards non-preferential creditors (excluding any shortfall to floating charge holders)	£	251,567.41
Shortfall to floating charge holders (brought down)	£	
Estimated deficiency/surplus as regards creditors	£	251,567.41
Issued and called up capital		0
Estimated total deficiency/surplus as regards members		251,567.41 #

Signature H. B. Thom Date 22/5/17

*

Please Note. Without prejudice, we have taken advice from many individuals and companies to get to this point, including the accountant Stephen Allcock of Roger Spencer Accountants, Adam Rafferty from Premier Insolvency Solutions, Mala Patel from Inquesta, despite of this, we still feel that many of the figures mentioned and referred to in this document are inaccurate and indicate a flawed financial position, these must be investigated fully and independently before final figures are agreed. H.B.

Note: You must include all creditors and identify all creditors under hire-purchase, chattel leasing or conditional sale agreements and customers claiming amounts paid in advance of the supply of goods or services and creditors claiming retention of title over property in the company's possession

Signature Hfathan Date 22/5/17

Hathan

22/5/17

COMPANY SHAREHOLDERS

Note: You must include all creditors and identify all creditors under hire-purchase, chattel leasing or conditional sale agreements and customers claiming amounts paid in advance of the supply of goods or services and creditors claiming retention of title over property in the company's possession

[illegible]

Signature

Date _____

Appendix 4: Details of work to be undertaken in the Administration

A. Work for which the Administrator is seeking to be remunerated on a fixed fee basis:

Administration:

Case planning - devising an appropriate strategy for dealing with the case and giving instructions to the staff to undertake the work on the case.
Setting up electronic case files (as applicable).
Setting up the case on the practice's electronic case management system and entering data.
Issuing the statutory notifications to creditors and other required on appointment as office holder, including gazetting the office holder's appointment (as applicable).
Obtaining a specific penalty bond (this is insurance required by statute that every insolvency office holder has to obtain for the protection of each estate).
Preparing, reviewing and issuing proposals to the creditors and members.
Filing the proposals at Companies House.
Convening and holding a meeting of creditors to consider the proposals.
Reporting on the outcome of the meeting of creditors to the creditors, Companies House and the Court.
Dealing with all routine correspondence and emails relating to the case.
Opening, maintaining and managing the office holder's estate bank account.
Creating, maintaining and managing the office holder's cashbook.
Undertaking regular reconciliations of the bank account containing estate funds.
Reviewing the adequacy of the specific penalty bond on a quarterly basis.
Undertaking periodic reviews of the progress of the case.
Overseeing and controlling the work done on the case by case administrators.
Preparing, reviewing and issuing 6 month progress reports to creditors and members.
Filing progress reports at Companies House.
Preparing and filing VAT returns.
Preparing and filing Corporation Tax returns.
Seeking closure clearance from HMRC and other relevant parties.
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Creditors:

Dealing with creditor correspondence, emails and telephone conversations regarding their claims.
Maintaining up to date creditor information on the case management system.
Issuing a notice of intended dividend and placing an appropriate gazette notice.

B. Work for which the Liquidator is seeking to be remunerated on a percentage basis:

Realisation of assets:

Liaising with the bank regarding the closure of the account.
Instructing solicitors to assist in the realisation of assets.

Creditors:

Issuing a notice of intended dividend and placing an appropriate gazette notice.
Reviewing proofs of debt received from creditors, adjudicating on them and formally admitting them for the payment of a dividend.
Requesting additional information from creditors in support of their proofs of debt in order to adjudicate on their claims.

Calculating and paying a dividend to creditors, and issuing the notice of declaration of dividend.
Paying tax deducted from the dividends paid to employees.
Insert additional tasks as required